

**BITTERROOT RESOURCES LTD.**

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS**

**NOTICE** is hereby given that the Annual General and Special Meeting of the shareholders of Bitterroot Resources Ltd. (the "Company") will be held:

**DATE:** Wednesday, March 31, 2010  
**TIME:** 11:00 a.m.  
**PLACE:** 2480-1066 West Hastings Street  
Vancouver, B.C.  
V6E 3X2

for the following purposes:

1. To receive and consider the Report of the Directors.
2. To receive and consider the audited consolidated Financial Statements of the Company for the year ended October 31, 2009 together with the Auditors' report thereon.
3. To elect Directors for the ensuing year.
4. To appoint Manning Elliott LLP, Chartered Accountants, as Auditor for the ensuing year and to authorize the Directors to fix the remuneration to be paid to the Auditor.
5. To approve the Stock Option Plan.
6. To approve an increase in the authorized number of Common shares without par value of the Company from 100,000,000 to an unlimited number of Common shares without par value.
7. To transact such other business as may properly come before the meeting.

Shareholders unable to attend the Annual General Meeting in person are requested to read the enclosed Information Circular and Proxy, and then complete and deposit the Proxy together with the power of attorney or other authority, if any, under which it was signed or a notarially certified copy thereof with the Company's Transfer Agent, Computershare Trust Company of Canada, of 100 University Avenue, 9th Floor, Toronto, Ontario, M5J 2Y1, at least 48 hours (excluding Saturdays and holidays) before the time of the meeting or adjournment thereof or with the chairman of the meeting prior to the commencement thereof.

**DATED** at Vancouver, British Columbia, as of February 12, 2010.

**ON BEHALF OF THE BOARD OF DIRECTORS**

*"Michael S. Carr"*

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MICHAEL S. CARR, Director